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CAMBRIDGE, MD 21613-1865

101 BAY STREET
EASTON, MD 21601-2718

11350 RANDOM HILLS ROAD
FAIRFAX, VA 22030-7429

JOHN A. STALFORT
410-385-3424

LAW OFFICES
MILES & STOCKBRIDGE

A PROFESSIONAL CORPORATION
10 LIGHT STREET
BALTIMORE, MARYLAND 21202-1487

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22 WEST JEFFERSON STREET
ROCKVILLE, MD 20850-4286

600 WASHINGTON AVENUE
TOWSON, MD 21204-3965

1450 G STREET, N.W.
WASHINGTON, D.C. 20005-2001

July 11, 1996

via FEDERAL EXPRESS

Surface Transportation Board
12th and Constitution Avenue, N.W.
Washington, D.C. 20423
Attention: Mrs. Janice Fort
Recordation

Re: Our File No.: 258-1557
(Fifth Funding)

Dear Mrs. Fort:

Enclosed for recordation as a secondary document pursuant to the provisions of 49 U.S.C. §11301(a) are one original and one notarized copy of the following document:

Partial Release of First Amended and Restated Loan Agreement, Chattel Mortgage and Security Agreement dated July 10, 1996 by Mark Twain Illinois Bank (One Mark Twain Bank Plaza, Edwardsville, Illinois 62025) in favor of Southern Illinois Railcar Company (One Mark Twain Bank Plaza, Suite 225, Edwardsville, Illinois 62025-1959) which relates to the Memorandum of First Amended and Restated Loan Agreement, Chattel Mortgage and Security Agreement between Mark Twain Illinois Bank (One Mark Twain Bank Plaza, Edwardsville, Illinois 62025) and of Southern Illinois Railcar Company (One Mark Twain Bank Plaza, Suite 225, Edwardsville, Illinois 62025-1959) which was recorded with the Interstate Commerce Commission on November 21, 1994 under Recordation No. 19040-A.

Also enclosed is a check in the amount of \$21.00 to cover the costs of recording this document.

Once this document has been recorded, please return the same to: John A. Stalfort, Esquire, Miles & Stockbridge, A Professional Corporation, 10 Light Street, Baltimore, Maryland 21202.

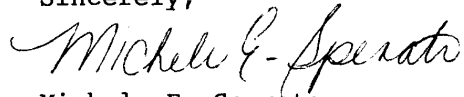
RECEIVED
SURFACE TRANSPORTATION BOARD
JUL 12 3 53 PM '96

Page 2

MILES & STOCKBRIDGE
A PROFESSIONAL CORPORATION

Thank you for your prompt attention to this matter. Please call me at (410) 385-3425 if you have any questions.

Sincerely,

A handwritten signature in cursive script, reading "Michele E. Sperato".

Michele E. Sperato,
Secretary to John A. Stalfort

Enclosures

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, TO WIT:

I HEREBY CERTIFY that the attached Partial Release of First Amended and Restated Loan Agreement, Chattel Mortgage and Security Agreement is a true and complete copy of said Partial Release of First Amended and Restated Loan Agreement, Chattel Mortgage and Security Agreement.

WITNESS my hand and seal this 11th day of July, 1996.



Cathy M. Riley
Notary Public

My Commission Expires: July 1, 1998

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20427-0001

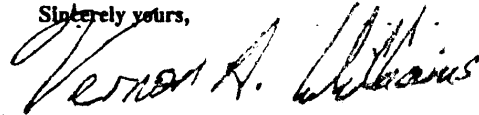
7/12/96

John A. Stalfort, Esquire
Miles & Stockbridge
10 Light Street
Baltimore, Maryland 21202

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of
the Interstate Commerce Act, 49 U.S.C. 11303, on 7/12/96 at 3:55PM, and
assigned recordation number(s). 19040-H19081-J, 19081-K, 19116-I.

Sincerely yours,

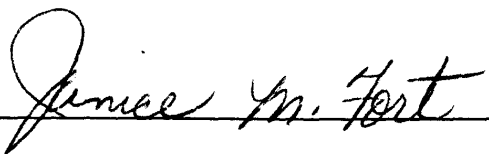


Vernon A. Williams
Secretary

Enclosure(s)

\$ 84.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature



19040-H

JUL 17 1996 8 PM

**PARTIAL RELEASE OF FIRST AMENDED AND RESTATED LOAN AGREEMENT,
CHattel MORTGAGE AND SECURITY AGREEMENT**

The undersigned, Mark Twain Illinois Bank, an Illinois banking corporation (the "Bank"), for good and valuable consideration, the receipt and sufficiency of which is acknowledged, terminates and releases its security interest in and to the covered hopper railway cars identified with more particularity on attached Exhibit A (the "Railcars"), together with all other collateral related to the Railcars, granted pursuant to that First Amended and Restated Loan Agreement, Chattel Mortgage and Security Agreement dated as of November 15, 1994 made by Southern Illinois Railcar Company, an Illinois corporation, in favor of the Bank (the "Security Agreement"). A memorandum of the Security Agreement was recorded with the Interstate Commerce Commission on November 21, 1994 under Recordation Number 19040-A.

Dated as of this 10TH day of July, 1996.

MARK TWAIN ILLINOIS BANK

By: _____

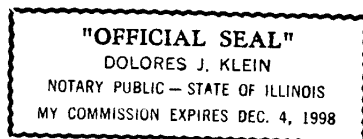
Its: _____

Scott Stemm
Vice President

STATE OF ILLINOIS)
) SS
COUNTY OF MADISON)

I, Dolores J. Klein, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Scott Stemm of MARK TWAIN ILLINOIS BANK, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he or she signed said instrument as the free and voluntary act of MARK TWAIN ILLINOIS BANK for the uses and purposes therein set forth.

Given my hand and notarial seal this 10th day of July, 1996.



Dolores J. Klein
Notary Public

My commission expires: December 4, 1998